



Louisiana Housing Finance Agency

September 2, 2009

MULTIFAMILY RENTAL HOUSING COMMITTEE MEETING

Notice is hereby given of a regular meeting of the Multifamily Rental Housing Program Committee to be held on **Wednesday, September 9, 2009 at 10:30 A.M.**, at Louisiana Housing Finance Agency, **V. Jean Butler Board Room**, located at 2415 Quail Drive, Baton Rouge, LA by order of the Chairman.

AGENDA

1. Call to order, roll call and introduction of guests.
2. Approval of the August 12, 2009 Multi-Family Committee meeting minutes.
3. Multifamily Update.
 - A resolution regarding the award of the **Calendar Year 2009 Housing Ceiling**; and providing for other matters in connection therewith.
 - A resolution regarding the **Amendment to the 2007/2008 GO Zone Qualified Allocation Plan relating to the definition of "Material Change"**; and providing for other matters in connection therewith.
4. Other Business.
5. Adjournment.

A handwritten signature in black ink, appearing to read "Milton J. Bailey".

Milton J. Bailey, LHFA President

If you require special services or accommodations, please contact Barry E. Brooks at (225) 763-8773 or via email bbrooks@lhfa.state.la.us

Pursuant to the provisions of LSA-R.S. 42:6.1, upon two-thirds vote of the members present, the Board of Commissioners of the Louisiana Housing Finance Agency may choose to enter executive session, and by this notice, the Agency reserves its right to go into executive session as provided by law.

LOUISIANA HOUSING FINANCE AGENCY

The following resolution was offered by _____ and seconded by _____.

RESOLUTION

A resolution providing the award of the Calendar Year 2009 Housing Ceiling to certain residential rental facilities; authorizing the Agency staff and counsel to prepare the forms of such documents and agreements as may be necessary to award 2009 housing credit dollar amounts to such facilities; providing for the award of Tax Credit Assistance Program Funds ("TCAP Funds") to certain of such residential rental facilities that have received awards of tax credits under the 2009 Qualified Allocation Plan; authorizing the Agency staff, General Counsel and Foley & Judell, L.L.P as the Agency's tax credit counsel to prepare the forms of such documents and agreements as may be necessary to award TCAP Funds in accordance with HUD Notice CPD-09-03 – REV issued May 4, 2009 but revised July 27, 2009 (the "HUD TCAP Notice"); and providing for other matters in connection therewith.

WHEREAS, the Louisiana Housing Finance Agency (the "Agency") has been ordered and directed to act on behalf of the State of Louisiana (the "State") in allocating and administering programs and/or resources made available pursuant to the Section 42 of the Internal Revenue Code (the "LIHTC Program"); and

WHEREAS, the Agency approved certain application and other forms, documents and proceedings related to the LIHTC Program; and

WHEREAS, the Agency has solicited applications for awards of housing credit dollar amounts under the 2009 calendar year qualified allocation plan (the "2009 QAP"); and

WHEREAS, the staff of the Agency has processed applications in accordance with the Implementation Guidelines and is prepared, based upon the preliminary feasibility analysis of Foley & Judell, L.L.P., to recommend awards of housing credit dollar amounts under the 2009 QAP for each of the residential rental projects described in Exhibit I; and

WHEREAS, Title XII of the American Recovery and Reinvestment Act of 2009 (the Recovery Act") appropriated \$2.250 billion under the HOME Investment Partnerships (HOME) Program heading for a grant program to state housing credit agencies to facilitate development of LIHTC projects that will be completed by February 16, 2012 by providing funds for capital investments in such LIHTC projects; and

WHEREAS, the Recovery Act establishes certain requirements applicable to the TCAP Program, including deadlines for commitment and expenditures, transparency, and distribution of funds; and

WHEREAS, the HUD TCAP Notice requires the Agency to distribute TCAP Funds competitively under the Recovery Act and pursuant to the existing Qualified Allocation Plans (“QAP”), including a written description of all selection criteria and any weightings assigned to competitively award its TCAP Funds and how the Agency will redistribute TCAP Funds to more deserving Projects from projects which are not in compliance with deadlines established in the written agreement between the Agency and project owners; and

WHEREAS, the Agency has submitted information to the U.S. Department of Housing and Urban Development (“HUD”) about how the Agency will meet the Recovery Act accountability requirements, including the publication of a notice of public hearing in which the project selection process and criteria was available to the public for comments from the public for a period of not less than five days; and

WHEREAS, the HUD TCAP Notice provides that the Agency (i) must repay TCAP Funds that were used for ineligible costs, or for a project that is never completed or for a project that failed to meet the requirements under Section 42, (ii) must repay, during the grant period, to the Agency’s TCAP Line of Credit, in accordance with procedures established by HUD and (iii) must seek specific performance to obtain compliance in accordance with the required TCAP written agreement if a project fails to maintain compliance with the TCAP requirements and (iv) has no repayment obligation in the event of foreclosure of a project if the grantee was performing asset management and took reasonable actions to ensure the long-term viability of the project; and

WHEREAS, the Agency has executed a *Tax Credit Assistance Program (TCAP) Grant Agreements* (HUD Form 40092), which obligated \$39,383,397 (the “TCAP Grant”) to the Agency; and

WHEREAS, the Recovery Act specifically requires that the Agency (i) commit not less than 75% of the TCAP Grant within one year of the enactment of the Recovery Act (i.e., by February 16, 2010), (ii) demonstrate that all project owners have expended 75% of the TCAP Grant within two years of the enactment of the Recovery Act (i.e., by February 16, 2011) and (iii) expend 100% of the TCAP Grant within three years of the enactment of the Recovery Act (i.e., February 16, 2012); and

WHEREAS, the HUD TCAP Notice requires the Agency to track and report on a regular basis in (i) the Integrated Disbursement Information System (IDIS), (ii) a supplemental rRecovery and Management Performance System (“RAMPS”) expected to interface with IDIS in order to capture data elements that are required by the Recovery Act but not captured in IDIS, including job creation and job retention information and (iii) and OMB’s FederalReporting.gov website its progress in committing and expending the TCAP Grant and requires TCAP Grant Funds not expended by the end of the three-year performance period to be recaptured by HUD; and

WHEREAS, following the completion of an environmental clearance for a project and approval of the Request for Release of Funds (RROF), the Agency must execute a legally binding

agreement with the owner of a project (the "TCAP Written Agreement") setting forth all of the TCAP Program and crosscutting federal grant requirements applicable to the funding and must make these requirements enforceable through the recordation of a restriction that is binding on all owners and successors; and

WHEREAS, the TCAP Written Agreement must be signed and dated by the Agency and the project owner before any TCAP Funds are disbursed and must provide that such TCAP Funds may not be drawn from the U.S. Treasury in advance of the need to pay an eligible costs and, once drawn, must be expended for an eligible cost within 3 days; and

WHEREAS, the Recovery Act requires the Agency (i) to post on its website a description of its competitive selection criteria for awarding TCAP Funds to eligible projects, (ii) to identify all projects selected for funding and post the amount of each TCAP Funds award on its website; and

WHEREAS, the Recovery Act requires the Agency to perform asset management functions, or contract for performance of these services, at the owner's expense, to ensure compliance with Section 42 of the Code and the long term viability of project's funded by the TCAP Program; and

WHEREAS, the Agency must comply with the federal requirements listed in the HUD TCAP Notice; and

WHEREAS, the Agency approved certain application and other forms, documents and proceedings related to the LIHTC Program and, in accordance with the Amended 2007/08 QAP, has determined to allocate per capita credits under the 2009 QAP as may be necessary for residential rental facilities that may be awarded TCAP Funds but which have an award of tax credits under the 2007/08 Qualified Allocation Plan prior to October 1, 2006 in order to qualify such projects under the Recovery Act and the HUD TCAP Notice; and

WHEREAS, the Agency has solicited competitive applications for TCAP Program funding in accordance with the TCAP Program; and

WHEREAS, the staff of the Agency is prepared, based upon the feasibility/viability analysis of Foley & Judell, L.L.P., to award TCAP Funds for each of the residential rental projects described in Exhibit I for funding;

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Louisiana Housing Finance Agency (the "Board"), acting as the governing authority of said Agency that:

SECTION 1. The residential rental facilities described in Exhibit I hereto are hereby approved for a preliminary award of housing credit dollar amounts as specified in said Exhibit I

based upon the preliminary feasibility analysis of Foley & Judell, L.L.P. and the information contained in the applications with respect to each Project subject to the 2009 QAP being approved by either the Governor of the State, the Louisiana Attorney General or the Louisiana State Legislature. Notwithstanding the foregoing, the Agency hereby confirms the award of \$100 of the housing credit dollar amount under the 2009 housing credit ceiling to those projects requiring a de minimis amount of credits from the 2009 housing credit ceiling in connection with the award of TCAP Funds under the 2007/08 reprocessing approved at the August meeting of the Board, all in accordance under with Section 42(m)(1)(A)(iv) requiring a written explanation for an allocation of housing credit dollar amounts not made in accordance with the established priorities and selection criteria of the Agency..

SECTION 2. The Agency staff, General Counsel and Foley & Judell, L.L.P shall establish such procedures as may be necessary to structure, cancel or reduce such housing credit dollar amounts in order to maintain the feasibility and viability of the residential rental facilities described in Exhibit I; provided, however, that no increase in the housing credit dollar amount to any residential rental facilities described in Exhibit I may be made without approval of the Board.

SECTION 3. The Agency staff and counsel are authorized and directed to prepare the forms of such documents and agreements as may be necessary to allocate the housing credit dollar amounts to the residential rental facilities described in Exhibit I, subject to the 2009 QAP being approved by either the Governor of the State, the Louisiana Attorney General or the Louisiana State Legislature.

SECTION 4. The residential rental facilities (the "Project") described in Exhibit I hereto are hereby approved for an award of TCAP Funds in the amounts specified in said Exhibit I based upon the preliminary feasibility analysis of Foley & Judell, L.L.P., and the information contained in the applications with respect to each Project.

SECTION 5. The Agency staff, General Counsel and Foley & Judell, L.L.P. shall establish such procedures as may be necessary to award such 2009 per capita credits and such TCAP Funds to maintain the feasibility and viability of the Projects in accordance with the TCAP Written Agreement for each such project in order to comply with Federal Grant Requirement, including the Fair Housing Act, Title VI of the Civil Rights Act of 1964, the Age Discrimination Act of 1975, Affirmatively Furthering Fair Housing, Section 504 of the Rehabilitation Act of 1973, the National Environmental Policy Act and Related Laws, the Lead-Based Paint Poisoning Prevention Act and the Residential Lead-Based Paint Hazard Reduction Act of 1992, the Davis-Bacon Prevailing Wages under Section 1606 of Division A of the Recovery Act, the Ant-Lobbying Restrictions in 31 USC 1352 and implementing regulations at 24 CFR Part 87, the Drug-Free Workplace act of 1988, and OMB Regulations and Circulars and to set up the asset management functions of the Agency to assess the performance and viability of each project in accordance with underwriting model that will updated at closing for each project and within the framework for performance under the Mark-to-Market Program administered by HUD's Office of Affordable Housing Preservation. Foley & Judell as the Agency's Participating Administrative Entity ("PAE") Teaming Partner is hereby authorized and directed to prepare and submit a financial closing underwriting model in connection with the execution of each TCAP Written Agreement in order to memorialize the financial structure at closing of each project receiving TCAP Funds and to establish the appropriate benchmarks in such financial closing underwriting model for the Agency's asset management functions.

SECTION 6. The Chairman, Vice Chairman, President, Vice President and/or Secretary of the Agency be and they are hereby authorized, empowered and directed to execute any forms and/or documents required to be executed on behalf of and in the name of the Agency, the terms of which

are to be consistent with the provisions of this resolution as approved by the Agency's General Counsel and Foley & Judell, L.L.P.

This resolution having been submitted to a vote, the vote thereon was as follows:

YEAS:

ABSTAIN:

NAYS:

ABSENT:

And the resolution was declared adopted on this, the 9th day of September 2009.

Chairman

Secretary

STATE OF LOUISIANA

PARISH OF EAST BATON ROUGE

I, the undersigned Secretary of the Board of Commissioners of the Louisiana Housing Finance Agency (the "Agency"), do hereby certify that the foregoing six (6) pages constitute a true and correct copy of a resolution adopted by said Board of Commissioners on September 9, 2009, providing the award of the Calendar Year 2009 Housing Ceiling to certain residential rental facilities; authorizing the Agency staff and counsel to prepare the forms of such documents and agreements as may be necessary to award 2009 housing credit dollar amounts to such facilities; providing for the award of Tax Credit Assistance Program Funds ("TCAP Funds") to certain of such residential rental facilities that have received awards of tax credits under the 2009 Qualified Allocation Plan; authorizing the Agency staff, General Counsel and Foley & Judell, L.L.P as the Agency's tax credit counsel to prepare the forms of such documents and agreements as may be necessary to award TCAP Funds in accordance with HUD Notice CPD-09-03 – REV issued May 4, 2009 but revised July 27, 2009 (the "HUD TCAP Notice"); and providing for other matters in connection therewith.

IN FAITH WHEREOF, witness my official signature and the impress of the official seal of the Agency on this, the 10th day of October, 2007.

Secretary

(SEAL)

The following resolution was offered by _____ and seconded by _____:

RESOLUTION

A resolution approving an Amendment to 2007/08 GO Zone Qualified Allocation Plan of the Louisiana Housing Finance Agency; and providing for other matters in connection therewith.

WHEREAS, on August 12, 2009, the Board of Commissioners of the Louisiana Housing Finance Agency (the "Agency") approved the publication of a Notice of Public Hearing relating to an Amendment to 2007/08 GO Zone Qualified Allocation Plan of the Agency including therein the following language being amended, as follows:

"Notwithstanding the definition of "material change" in the 2007/08 GO Zone Qualified Allocation Plan, if a Taxpayer has (i) received a re-allocation in 2009 or 2010 of a returned portion of the increase in the State's housing credit ceiling (the "Gulf Opportunity Amount") pursuant to the provisions of Section 1400N(C)(1) of the Internal Revenue Code of 1986, as amended (the "Code") under Section 42(h)(3)(C)(iii) of the Code and (ii) determined that one or more buildings in such project may not be placed in service by December 31, 2010 in accordance with the timetable submitted in the most recent tax credit application reprocessing for such project, then such failure to complete or place in service one or more buildings in such project by December 31, 2010 shall not be deemed to be a material change if the Secretary of the United States Treasury Department rules (the "Treasury PIS Ruling") that all buildings in such Project must be placed in service by December 31, 2010 based upon Treasury's interpretation of the placed in service deadline for projects with an allocation of a portion of the Gulf Opportunity Amount; provided, however, that the Taxpayer must submit an application for reprocessing of such project within sixty days of the Treasury PIS Ruling for the buildings that must be placed in service by the December 31, 2010 deadline and such reprocessing confirms that such project remains feasible and viable with respect to the buildings that will be placed in service by December 31, 2010."

WHEREAS, said Notice of Public Hearing was published in the following newspapers on August 20, 2009: (i) *The Advocate*, Baton Rouge, Louisiana; (ii) *Alexandria Daily Town Talk*, Alexandria, Louisiana; (iii) *Daily Advertiser*, Lafayette, Louisiana; (iv) *The Times-Picayune*, New Orleans, Louisiana; *Shreveport Times*, Shreveport, Louisiana; (v) *Lake Charles American Press*, Lake Charles, Louisiana; (vi) *The News Star*, Monroe, Louisiana; and (vii) *The Houma Daily Courier*, Houma, Louisiana; and the public hearing was held on September 3, 2009; and

WHEREAS, the proposed amendment is required to be approved by the Agency and the Agency hereby desires to approve said amendment;

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Louisiana Housing Finance Agency, acting as the governing authority of said Agency, that:

SECTION 1. The 2007/08 GO Zone Qualified Allocation Plan (the "2007/2008 QAP") is hereby amended to add the following language to the definition of "material change" in such 2007/08 QAP:

"Notwithstanding the definition of "material change" in the 2007/08 GO Zone Qualified Allocation Plan, if a Taxpayer has (i) received a re-allocation in 2009 or 2010 of a returned portion of the increase in the State's housing credit ceiling (the "Gulf Opportunity Amount") pursuant to the provisions of Section 1400N(C)(1) of the Internal Revenue Code of 1986, as amended (the "Code") under Section 42(h)(3)(C)(iii) of the Code and (ii) determined that one or more buildings in such project may not be placed in service by December 31, 2010 in accordance with the timetable submitted in the most recent tax credit application reprocessing for such project, then such failure to complete or place in service one or more buildings in such project by December 31, 2010 shall not be deemed to be a material change if the Secretary of the United States Treasury Department rules (the "Treasury PIS Ruling") that all buildings in such Project must be placed in service by December 31, 2010 based upon Treasury's interpretation of the placed in service deadline for projects with an allocation of a portion of the Gulf Opportunity Amount; provided, however, that the Taxpayer must submit an application for reprocessing of such project within sixty days of the Treasury PIS Ruling for the buildings that must be placed in service by the December 31, 2010 deadline and such reprocessing confirms that such project remains feasible and viable with respect to the buildings that will be placed in service by December 31, 2010."

SECTION 2. The Chairman, Vice-Chairman, President, Vice-President and/or Secretary are hereby authorized to make such revision as may be necessary to accomplish the objectives of this resolution, including obtaining the approval by the State in accordance with rules similar to the rules of Section 147(f)(2) of the Internal Revenue Code of 1986, as amended (the "Code") (other than subparagraph (8)(ii) thereof).

SECTION. 3. This resolution shall become effective upon its adoption.

The resolution having been submitted to a vote, the vote thereon was as follows:

YEAS:

NAYS:

ABSENT:

And the resolution was declared adopted on this, the 9th day of September, 2009.

Secretary

Chairman

STATE OF LOUISIANA

PARISH OF EAST BATON ROUGE

I, the undersigned Secretary of the Board of Commissioners of the Louisiana Housing Finance Agency (the "Agency"), do hereby certify that the foregoing two (2) pages constitute a true and correct copy of a resolution adopted by said Board of Commissioners on September 9, 2009, entitled: "A resolution approving an Amendment to 2007/08 GO Zone Qualified Allocation Plan of the Louisiana Housing Finance Agency; and providing for other matters in connection therewith."

IN FAITH WHEREOF, witness my official signature and the impress of the official seal of the Agency on this, the 9th day of September, 2009.

Secretary

(SEAL)